

WEIL, GOTSHAL & MANGES LLP  
Richard W. Slack (*pro hac vice*)  
(richard.slack@weil.com)  
Jessica Liou (*pro hac vice*)  
(jessica.liou@weil.com)  
Matthew Goren (*pro hac vice*)  
(matthew.goren@weil.com)  
767 Fifth Avenue  
New York, NY 10153-0119  
Tel: 212 310 8000  
Fax: 212 310 8007

KELLER BENVENUTTI KIM LLP  
Jane Kim (#298192)  
(jkim@kbbkllp.com)  
David A. Taylor (#247433)  
(dtaylor@kbbkllp.com)  
Thomas B. Rupp (#278041)  
(trupp@kbbkllp.com)  
425 Market Street, 26th Floor  
San Francisco, CA 94105  
Tel: (415) 496-6723  
Fax: (650) 636 9251

*Attorneys for Debtors and Reorganized Debtors*

**UNITED STATES BANKRUPTCY COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN FRANCISCO DIVISION**

**In re:**

**PG&E CORPORATION,**

**- and -**

**PACIFIC GAS AND ELECTRIC  
COMPANY,**

**Debtors.**

- ☐ Affects PG&E Corporation  
☐ Affects Pacific Gas and Electric Company  
☒ Affects both Debtors

*\* All papers shall be filed in the Lead Case, No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**DECLARATION OF ROBB MCWILLIAMS  
IN SUPPORT OF REORGANIZED  
DEBTORS' THIRTY-EIGHTH SECURITIES  
CLAIMS OMNIBUS OBJECTION TO  
CLAIMS FILED BY ISS (INSUFFICIENT  
SUBSTANTIVE ALLEGATIONS AND ADR  
NO LIABILITY CLAIMS)**

Date: April 9, 2024

Time: 4:00 p.m. (Pacific Time)

Place: (Tele/Videoconference Appearances  
Only)

United States Bankruptcy Court  
Courtroom 17, 16th Floor  
San Francisco, CA 94102

1 I, Robb McWilliams, pursuant to section 1746 of title 28 of the United States Code, hereby  
2 declare under penalty of perjury that the following is true and correct to the best of my knowledge,  
3 information and belief:

4 1. I am a Partner and Managing Director at the firm of AlixPartners, LLP  
5 (“**AlixPartners**”), which is an affiliate of both AlixPartners, LLC and AP Services, LLC, (“**APS**”).  
6 APS was previously retained to provide interim management services to PG&E Corporation and  
7 Pacific Gas and Electric Company, as debtors and reorganized debtors (collectively, “**PG&E**,” the  
8 “**Debtors**,” and as reorganized pursuant to the Plan, the “**Reorganized Debtors**”) in the above-  
9 captioned chapter 11 cases (the “**Chapter 11 Cases**”). I submit this Declaration in support of the  
10 *Reorganized Debtors’ Thirty-Eighth Securities Claims Omnibus Objection To Claims Filed By ISS*  
11 *(Insufficient Substantive Allegations and ADR No Liability Claims)* (the “**Objection**”), filed  
12 contemporaneously herewith.<sup>1</sup>

13 2. In my current position, I am responsible for overseeing the bankruptcy case  
14 management component of AlixPartners’ assignment to assist the Reorganized Debtors with  
15 various matters related to these Chapter 11 Cases. My areas of responsibility include (a) the effort  
16 by AlixPartners, in coordination with the Reorganized Debtors, to review and assess the validity  
17 of all claims asserted against the Debtors, other than Fire Claims and Subrogation Wildfire Claims,  
18 and (b) providing support with respect to Securities Claims. I am generally familiar with the  
19 Reorganized Debtors’ day-to-day operations, financing arrangements, business affairs, and books  
20 and records. Except as otherwise indicated herein, all facts set forth in this Declaration are based  
21 upon my personal knowledge, the knowledge of other AlixPartners professionals working under  
22 and alongside me on this matter, my discussions with the Reorganized Debtors’ personnel and the  
23 Reorganized Debtors’ various advisors and counsel, and my review of relevant documents and  
24 information. If called upon to testify, I would testify competently to the facts set forth in this  
25 Declaration. I am authorized to submit this Declaration on behalf of the Reorganized Debtors.

26 <sup>1</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to such terms  
27 in the Omnibus Objection.

1           3.       The AlixPartners team under my supervision has been actively and intimately  
2 involved in the claims review and reconciliation process. AlixPartners initially assisted the Debtors  
3 in the preparation of their bankruptcy schedules based on the Debtors' books and records.  
4 AlixPartners is now supporting, and will continue to support, the efforts of the Reorganized  
5 Debtors and their counsel to resolve disputed claims, including by formal objections as necessary.

6           4.       As part of the claims review and reconciliation process, the AlixPartners team,  
7 working with the Reorganized Debtors' personnel and other professionals, has identified a number  
8 of filed Proofs of Claim for which Claimants have not complied with the Securities ADR  
9 Procedures Order by failing to respond to offers made pursuant to the Offer Procedures of the  
10 Securities ADR Procedures—even after a significant number of reminders and outreach by the  
11 Reorganized Debtors and their advisors.

12           5.       The Omnibus Objection is directed to Proofs of Claim identified in Exhibit 1 to the  
13 Omnibus Objection, in the column headed "Claims to Be Disallowed and Expunged," and referred  
14 to in the Omnibus Objection as the "ISS Claims" or the "Claims." Exhibit 1 to the Omnibus  
15 Objection was prepared by the AlixPartners team under my overall supervision, and I am familiar  
16 with the document, its contents, and the process under which it was prepared.

17           6.       The Reorganized Debtors sent ISS a Settlement Offer pursuant to the Offer  
18 Procedures on August 15, 2023. The settlement offer provided detailed instructions on how to  
19 respond to the settlement offer, including through the Securities Claims Settlement Portal, by  
20 email, or by mail. The settlement offer notified ISS that the Securities ADR Procedures Order  
21 requires ISS to accept, reject, or make a counteroffer by the Settlement Response Deadline.

22           7.       On or about August 24, 2023, a follow up email correspondence was sent to ISS,  
23 which, again, provided ISS with detailed instructions on how to respond to the settlement offer,  
24 including through the Securities Claims Settlement Portal, by email, or by mail. This reminder  
25 email also notified ISS that the Securities ADR Procedures Order requires ISS to accept, reject, or  
26 make a counteroffer by the Settlement Response Deadline.

27           8.       On August 25, 2023, ISS was called and a voicemail message was left. An  
28

1 additional call was placed to ISS on September 29, 2023, and an AlixPartners employee spoke  
2 with an ISS employee regarding the settlement offer.

3         9. In accordance with the Securities ADR Procedures Order, the response to the  
4 Settlement Offer must be received by the Reorganized Debtors by the Settlement Response  
5 Deadline. The Reorganized Debtors did not receive an acceptance, rejection, or counteroffer by  
6 the Settlement Response Deadline, or any time past that date, with respect to any of the Claims  
7 identified on **Exhibit 1**.

8  
9  
10  
11  
12  
13                                   *[Remainder of Page Intentionally Left Blank]*  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28

1 Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true  
2 and correct to the best of my knowledge, information, and belief.  
3

4 Executed December 13, 2023 in Dallas, Texas.  
5

6 /s/ Robb McWilliams

Robb McWilliams

Partner and Managing Director  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26  
27  
28